

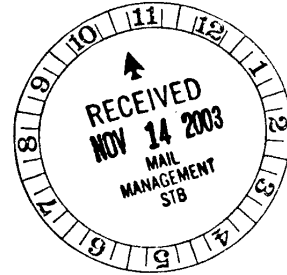


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NOV 17 2003 11:58 AM

SURFACE TRANSPORTATION BOARD



November 13, 2003

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of January 15, 2003 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**  
1211 Avenue of the Americas, New York, NY 10036

Lessee: **SOUTH CAROLINA PUBLIC SERVICE AUTHORITY**  
P.O. Box 2946101, One Riverwood Drive, Moncks Corner,  
South Carolina 29461-2901

**A short summary of the document to appear in the index follows:**

**Memorandum of Railcar Lease between Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC. and Lessee: SOUTH CAROLINA PUBLIC SERVICE AUTHORITY, covering 100 coal hoppers with reporting marks and numbers — CEFX 60241 – CEFX 61872, NOT INCLUSIVE.**

Please file this memorandum as a **PRIMARY** document and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

*Sherry Lewey*  
Sherry Lewey



LexisNexis<sup>™</sup>

Research/Development Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 15<sup>th</sup> day of January, 2003, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and SOUTH CAROLINA PUBLIC SERVICE AUTHORITY a South Carolina STATE corporation, with an address at P.O. Box 2946101, One Riverwood Drive, Moncks Corner, South Carolina 29461-2901 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Railcar Lease Agreement (the "Lease") dated October 1, 2000 covering certain equipment listed therein.

WHEREAS, the Parties have entered into an Amendment and Extension to Railcar Lease Agreement dated as of January 15, 2003 ("Amendment"), and which Amendment provides for, among other things, the lease of additional railcars as listed on Schedule A attached hereto (the "Equipment"), and wish to show for the public record the existence of the aforesaid Schedule A and the respective interests therein of the Parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Joseph T. Mankowski  
Name: Joseph Mankowski  
Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Executive Vets Committee and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

SOUTH CAROLINA PUBLIC SERVICE AUTHORITY

By: D.L. Wright  
Name: D.L. Wright  
Title: Manager, Procurement

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SURFACE TRANSPORTATION BOARD

## Schedule A

Number of Cars	Equipment Description
100	4,300 C.F. aluminum bottom discharge coal hopper

1	CEFX	60241	53	CEFX	60307
2	CEFX	60242	54	CEFX	60308
3	CEFX	60243	55	CEFX	60309
4	CEFX	60244	56	CEFX	60310
5	CEFX	60245	57	CEFX	60311
6	CEFX	60246	58	CEFX	60312
7	CEFX	60247	59	CEFX	60313
8	CEFX	60249	60	CEFX	60315
9	CEFX	60250	61	CEFX	60317
10	CEFX	60251	62	CEFX	60318
11	CEFX	60252	63	CEFX	60319
12	CEFX	60253	64	CEFX	60320
13	CEFX	60254	65	CEFX	60321
14	CEFX	60255	66	CEFX	60322
15	CEFX	60256	67	CEFX	60323
16	CEFX	60257	68	CEFX	60324
17	CEFX	60260	69	CEFX	60325
18	CEFX	60261	70	CEFX	60326
19	CEFX	60263	71	CEFX	60327
20	CEFX	60264	72	CEFX	60328
21	CEFX	60265	73	CEFX	60329
22	CEFX	60266	74	CEFX	60330
23	CEFX	60267	75	CEFX	60331
24	CEFX	60268	76	CEFX	60333
25	CEFX	60269	77	CEFX	60336
26	CEFX	60270	78	CEFX	60337
27	CEFX	60271	79	CEFX	60341
28	CEFX	60272	80	CEFX	60342
29	CEFX	60273	81	CEFX	60343
30	CEFX	60274	82	CEFX	60344
31	CEFX	60275	83	CEFX	60345
32	CEFX	60276	84	CEFX	60346
33	CEFX	60277	85	CEFX	61857
34	CEFX	60279	86	CEFX	61858
35	CEFX	60280	87	CEFX	61859
36	CEFX	60283	88	CEFX	61860
37	CEFX	60285	89	CEFX	61861
38	CEFX	60290	90	CEFX	61862
39	CEFX	60291	91	CEFX	61863
40	CEFX	60292	92	CEFX	61864
41	CEFX	60293	93	CEFX	61865
42	CEFX	60294	94	CEFX	61866
43	CEFX	60295	95	CEFX	61867
44	CEFX	60296	96	CEFX	61868
45	CEFX	60298	97	CEFX	61869
46	CEFX	60300	98	CEFX	61870
47	CEFX	60301	99	CEFX	61871
48	CEFX	60302	100	CEFX	61872
49	CEFX	60303			
50	CEFX	60304			
51	CEFX	60305			
52	CEFX	60306			